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13
14 **UNITED STATES BANKRUPTCY COURT**
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

15 **In re:**

16 **PG&E CORPORATION**

17 **-and-**

18 **PACIFIC GAS AND ELECTRIC**
COMPANY,

19 **Debtors.**

20 Affects PG&E Corporation
21 Affects Pacific Gas and Electric Company
22 Affects both Debtors

23 *All papers shall be filed in the Lead Case,
24 No. 19-30088 (DM)

25 Bankruptcy Case
No. 19-30088 (DM)

26 Chapter 11
(Lead Case)
(Jointly Administered)

27 **NOTICE OF THE OFFICIAL**
COMMITTEE OF TORT CLAIMANTS
RE: DESIGNATION OF EXHIBITS FOR
CONFIRMATION HEARING

28 Date: May 27, 2020
Time: 10:00 a.m. (Pacific Time)
Place: **Telephonic Appearances Only**
United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

The Official Committee of Tort Claimants (the “TCC”) hereby files this Notice listing the exhibits that it designates for use in connection with its objection to confirmation of the Debtors’ Joint Chapter 11 Plan of Reorganization dated March 6, 2020, for the hearing scheduled to begin on May 27, 2020. The TCC reserves the right to file a further notice of exhibits in connection with any reply brief to be filed on May 22, 2020, and to introduce further exhibits at trial for good cause shown, or as otherwise permitted by the Federal Rules of Evidence.

I. Exhibits to Declaration of David J. Richardson

All documents that are filed as exhibits to the Declaration of David J. Richardson, filed in this Court on May 15, 2020, as Dkt. No. 7322.

10 A. The *Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr.*
11 *P. 6004 and 9019 for Entry of an Order (I) Authorizing the Debtors and TCC to Enter*
12 *into Restructuring Support Agreement with the TCC, Consenting Fire Claimant*
13 *Professionals, and Shareholder Proponents, and (II) Granting Related Relief* [Bankr.
14 Dkt. 5038] (the “**Settlement Motion**”), which attaches as Dkt. 5038-1 a true and
15 correct copy of the *Restructuring Support Agreement* dated December 6, 2019,
16 between the TCC, the Debtors, certain law firms representing individuals holding
17 approximately 70% in number of the prepetition fire claims filed against the Debtors
18 (the “**Consenting Fire Claimant Professionals**”), and certain funds and accounts
19 managed by Abrams Capital Management, LP and Knighthead Capital Management,
20 LLP (the “**Shareholder Proponents**”) (the “**RSA**”), ECF-marked pages 40-52 of
21 which are the Term Sheet that establishes the original terms of the parties’ settlement
22 under the RSA (the “**Settlement**”);
23 B. The *First Amendment to Restructuring Support Agreement* [Dkt. 5143], dated
24 December 16, 2019;
25 C. The *Order Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr. P. 6004*
26 *and 9019 for Entry of an Order (I) Authorizing the Debtors and TCC to Enter into*
27 *Restructuring Support Agreement with the TCC, Consenting Fire Claimant*

Professionals, and Shareholder Proponents, and (II) Granting Related Relief [Dkt. No. 5174], entered December 19, 2019;

- D. The *Debtors' Motion Pursuant to 11 U.S.C. §§ 105 and 363 and Fed. R. Bankr. P. 9019 for Entry of an Order (I) Approving Case Resolution Contingency Process and (II) Granting Related Relief* [Bankr. Dkt. 6398], filed on March 20, 2020;
- E. The *Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr. P. 6004 and 9019 for Entry of an Order (I) Authorizing the Debtors to Enter into Restructuring Support Agreement with the Consenting Subrogation Claimholders, (II) Approving the Terms of Settlement with such Consenting Subrogation Claimholders, including the Allowed Subrogation Claim Amount, and (III) Granting Related Relief* filed in the Cases on September 24, 2019 [Bankr. Dkt. 3992] and Exhibit A thereto, which is the Restructuring Support Agreement dated on or about September 24, 2019, between certain Consenting Creditors and the Debtors [Bankr. Dkt. 3992-1];
- F. The *Declaration of Homer Parkhill in Support of the Ad Hoc Group of Subrogation Claim Holders' Statement in Support of the Subrogation Settlement and RSA Motion*, filed in the Bankruptcy Court on October 21, 2019 [Bankr. Dkt. 4348-2];
- G. This Court's *Amended Order Pursuant to 11 U.S.C. §§ 105 and 363 and Fed. R. Bankr. P. 9019 (I) Approving Case Resolution Contingency Process and (II) Granting Related Relief* [Dkt. No. 6937], entered April 24, 2020;
- H. The *Debtors' Second Amended Motion for Entry of Orders (I) Approving Terms of and Debtors' Entry into and Performance Under, Equity Backstop Commitment Letters, (II) Approving Terms of, and Debtors' Entry into and Performance Under, Debt Financing Commitment Letters and (III) Authorizing Incurrence, Payment and Allowance of Related Fees and/or Premiums, Indemnities, Costs and Expenses as Administrative Expense Claims* filed in the Debtors' Cases on March 2, 2020 [Dkt. 6013];

- 1 I. The *Notice of Filing of Plan Supplement in Connection with Debtors' and*
2 *Shareholder Proponents' Joint Chapter 11 Plan of Reorganization Dated March 6,*
3 *2020*, filed on March 6, 2020 [Dkt. No. 7037], and all exhibits thereto;
- 4 J. The *Debtors' Joint Chapter 11 Plan of Reorganization dated November 4, 2019*, filed
5 in the Debtors' Cases on November 4, 2019 [Dkt. No. 4563];
- 6 K. This Court's *Order Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a), Fed. R. Bankr. P.*
7 *2002, 3003(c)(3), 5005, and 9007, and L.B.R. 3003-1 (I) Establishing Deadline for*
8 *Filing Proofs of Claim, (II) Establishing the Form and Manner of Notice Thereof, and*
9 *(III) Approving Procedures for Providing Notice of Bar Date and Other Information*
10 *to All Creditors and Potential Creditors*, filed and entered in the Debtors' Cases on
11 July 1, 2019 [Dkt. No. 2806];
- 12 L. This Court's *Order Extending Bar Date for Fire Claimants and Appointing Claims*
13 *Representative*, filed and entered in the Debtors' Cases on November 11, 2019 [Dkt.
14 No. 4672]
- 15 M. A letter brief filed with this Court on April 29, 2020 [Dkt. No. 6982] by counsel for
16 the Public Employees Retirement Association of New Mexico;
- 17 N. A letter brief filed with this Court on May 1, 2020 [Dkt. No. 7048], by counsel for the
18 Debtors;
- 19 O. The Transcript of Proceedings before the Honorable Dennis Montali, United States
20 Bankruptcy Judge, in Case 19-30088, on May 6, 2020, at 1:30 p.m.; and
- 21 P. A Press Release issued by the California Public Utilities Commission, dated May 7,
22 2020, entitled "CPUC Penalized PG&E \$2 billion for 2017 and 2018 Wildfires."

23 **II. Exhibits to Declaration of Jerry Bloom**

24 All documents that are filed as exhibits to the Declaration of Jerry R. Bloom, filed in this
25 Court on May 15, 2020, as Dkt. No. 7331.

- 26 A. The Debtors' opening testimony filed on January 31, 2020 in the CPUC's
27 Investigation No. 19-09-016 (the "OII");
- 28 B. Opening Comments filed on May 11, 2020, by the City of San Jose in the OII;

- C. Letter brief filed on May 11, 2020, by 11 Majors and Supervisors in the OII;
- D. Letter brief filed on May 14, 2020, by the Debtors in the OII; and
- E. Letter brief filed by the Utility Reform Network on May 14, 2020, in the OII.

III. Exhibits to Confirmation Objection

A. Exhibit 1 to the objection to plan confirmation filed by the TCC in this Court on May 15, 2020, as Dkt. No. 7306, which is the TCC's proposed Schedule of Assigned Rights and Causes of Action.

Dated: May 18, 2020

BAKER & HOSTETLER LLP

By: /s/*David J. Richardson*
Robert A. Julian
Elizabeth A. Green
David J. Richardson

*Counsel to the Official Committee of Tort
Claimants*